

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
)	Chapter 11
FRANCHISE GROUP, INC., <i>et al.</i> , ¹)	
)	Case No. 24-12480 (LSS)
Debtors.)	(Jointly Administered)
)	
)	Re: Docket No. 1084

**CERTIFICATION OF COUNSEL
REGARDING REVISED PROPOSED ORDER
(I) AUTHORIZING THE RETENTION AND EMPLOYMENT
OF HILCO DILIGENCE SERVICES, LLC AS FIELD EXAMINER
FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE
AS OF FEBRUARY 10, 2025, (II) WAIVING CERTAIN REQUIREMENTS
IMPOSED BY LOCAL RULE 2016-1, AND (III) GRANTING RELATED RELIEF**

On March 11, 2025, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Debtors’ Application for Entry of an Order (I) Authorizing the Retention and Employment of Hilco Diligence Services, LLC as Field Examiner for the Debtors and Debtors*

¹ The Debtors in these chapter 11 cases, along with the last four digits of their U.S. federal tax identification numbers, to the extent applicable, are Franchise Group, Inc. (1876), Freedom VCM Holdings, LLC (1225), Freedom VCM Interco Holdings, Inc. (2436), Freedom Receivables II, LLC (4066), Freedom VCM Receivables, Inc. (0028), Freedom VCM Interco, Inc. (3661), Freedom VCM, Inc. (3091), Franchise Group New Holdco, LLC (0444), American Freight FFO, LLC (5743), Franchise Group Acquisition TM, LLC (3068), Franchise Group Intermediate Holdco, LLC (1587), Franchise Group Intermediate L, LLC (9486), Franchise Group Newco Intermediate AF, LLC (8288), American Freight Group, LLC (2066), American Freight Holdings, LLC (8271), American Freight, LLC (5940), American Freight Management Company, LLC (1215), Franchise Group Intermediate S, LLC (5408), Franchise Group Newco S, LLC (1814), American Freight Franchising, LLC (1353), Home & Appliance Outlet, LLC (n/a), American Freight Outlet Stores, LLC (9573), American Freight Franchisor, LLC (2123), Franchise Group Intermediate B, LLC (7836), Buddy’s Newco, LLC (5404), Buddy’s Franchising and Licensing LLC (9968), Franchise Group Intermediate V, LLC (5958), Franchise Group Newco V, LLC (9746), Franchise Group Intermediate BHF, LLC (8260), Franchise Group Newco BHF, LLC (4123), Valor Acquisition, LLC (3490), Vitamin Shoppe Industries LLC (3785), Vitamin Shoppe Global, LLC (1168), Vitamin Shoppe Mariner, LLC (6298), Vitamin Shoppe Procurement Services, LLC (8021), Vitamin Shoppe Franchising, LLC (8271), Vitamin Shoppe Florida, LLC (6590), Betancourt Sports Nutrition, LLC (0470), Franchise Group Intermediate PSP, LLC (5965), Franchise Group Newco PSP, LLC (2323), PSP Midco, LLC (6507), Pet Supplies “Plus”, LLC (5852), PSP Group, LLC (5944), PSP Service Newco, LLC (6414), WNW Franchising, LLC (9398), WNW Stores, LLC (n/a), PSP Stores, LLC (9049), PSP Franchising, LLC (4978), PSP Subco, LLC (6489), PSP Distribution, LLC (5242), Franchise Group Intermediate SL, LLC (2695), Franchise Group Newco SL, LLC (7697), and Educate, Inc. (5722). The Debtors’ headquarters is located at 2371 Liberty Way, Virginia Beach, Virginia 23456.

in Possession Effective as of February 10, 2025, (II) Waiving Certain Timekeeping Requirements Imposed by Local Rule 2016-1, and (III) Granting Related Relief [Docket No. 1084] (the “Application”) with the United States Bankruptcy Court for the District of Delaware (the “Court”). A proposed form of order approving the Application was attached thereto as Exhibit A (the “Proposed Order”).

The Application is currently scheduled for a hearing on April 3, 2025 at 10:00 a.m. (prevailing Eastern Time) before the Honorable Laurie Selber Silverstein. The deadline for filing responses or objections to the Application was established as March 27, 2025, at 4:00 p.m. (ET) (the “Objection Deadline”). Prior to the Objection Deadline, the Debtors received informal comments to the Application from the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”). No other formal or informal responses or objections to the Application were received.

Following discussions with the U.S. Trustee, the Debtors have agreed to make certain revisions to the Proposed Order, resolving the U.S. Trustee’s informal comments. Accordingly, the Debtors hereby file a revised proposed order (the “Revised Proposed Order”) reflecting the U.S. Trustee’s comments, which is attached hereto as Exhibit 1.

For the convenience of the Court and parties in interest, a blackline comparing the Revised Proposed Order to the Proposed Order is attached hereto as Exhibit 2.

WHEREFORE, the Debtors did not receive any objections or responses other than those described herein, and the U.S. Trustee does not object to entry of the Revised Proposed Order. Accordingly, the Debtors hereby respectfully request that the Court enter the Revised Proposed Order without further notice or hearing at the Court’s earliest convenience.

Dated: March 28, 2025
Wilmington, Delaware

/s/ Allison S. Mielke

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